

#### NIIT Limited

 Semini 32 huminitional Gargani 122(00). Initia Tel +91 (124) 4283000 Fax +91 (124) 4283000 Fax +91 (124) 4283000

Hispatered Office 8. Balaji Estate: First Plots Oura Bevi Dae Marg, Kulica New Delhi 110 (10. Indus CIN, 17469521, 081 PLCO (1985)

Volariar, pust, incomp

August 13, 2019

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The Manager National Stock Exchange of India Ltd Listing Department Exchange Plaza 5<sup>th</sup> Floor, Plot no C/1, G Block Bandra Kurla Complex Bandra (E), Mumbai – 400 051

The Manager BSE Limited Corporate Relationship Department, 1" Floor, New Trading Ring, Rotunda Building Phiroze Jeejeebhoy Towers, Dalai Street, Mumbai- 400 001

#### Sub: Voting Results of the 36<sup>th</sup> Annual General Meeting of the Company pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Regulations")

Dear Sir,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Voting Results of the 36<sup>th</sup> Annual General Meeting ("the AGM"/"the Meeting") of the Company held on Tuesday, August 13, 2019 at 9.00 A.M. at The Ocean Pearl Retreat, Chattarpur Mandir Road, Satbari, New Delhi- 110 074, are enclosed herewith.

The Chairman, on the basis of the report of the scrutinizer on the remote e-voting and voting through poll at the AGM, announced that the following resolutions (as per Notice of the AGM dated June 10, 2019) have been passed by the Members with requisite majority.

S. No.	Particulars of Business				
Ordin	ary Business	Resolution			
1	<ul> <li>Adoption of:         <ul> <li>a) the Audited Standalone Financial Statement of the Company for the financial year ended March 31, 2019 together with the Reports of the Board of Directors and Auditors thereon; and</li> <li>b) the Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2019 together with the Report of the Auditors thereon.</li> </ul> </li> </ul>	Ordinary			
2	Declaration of dividend on Equity Shares of the Company for the financial year ended March 31, 2019.	Ordinary			
3.	Appointment of Mr. Rajendra Singh Pawar (DIN: 00042516) as a Director, who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary			

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4	Ratification of remuneration of Cost Auditor for the financial year 2018-19.	Ordinary
5.	Re- appointment of Mr. Anand Sudarshan as an Independent Director of the Company.	Special
6.	Re-appointment of Ms. Geeta Mathur as an Independent Director of the Company.	Special
7,	Appointment of Mr. Ravinder Singh as an Independent Director of the Company,	Ordinary
8.	Appointment of Mr. Ashish Kashyap as an Independent Director of the Company.	Ordinary
9.	Approval for payment of additional remuneration to Mr. Rajendra Singh Pawar, Non – Executive Director and Chairman of the Company.	Special

A copy of the Scrutinizer's Report on remote e-voting and voting through Poll at the AGM is attached herewith.

Please note that the aforesaid Results and Scrutinizer's Report are available on the website of the Company www.mit.com and National Securities Depository Limited - <u>www.evating.nsdl.com</u>.

Please take note of the above and acknowledge the receipt.

Thanking you,

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Yours truly, For NIIT Limited

ectal Bann

Deepak Bansal Company Secretary Encl: a/a

#### NIIT Limited

Regil Office: 8, Balaji Estate, First Floor, Guru Ravi Das Marg, Kalkaji, New Delhi - 110019

#### Summary of Voting Results of 36th Annual General Meeting (AGM)

Date of Declaration of Result - 13-08-2019

Date of AGM/EGM				11.08.2019					
6, 2019, the date	shareholders as on R of determining the	voting rights of sha	reholders)	64(9)					
No. of sharehold proxy	ers present in the m	eeting either in per	son or through						
Pronwitters and P	remissive Groups					11			
Public Uncoding	The second second second second					233			
A CONTRACTOR OF THE	233/EAR					663			
No. of Shatehold Promoters and P	lers attended the me romoter Group	eting through Vide	o Conferencing		_	Not Applicable Not Applicable		-	
Public finglucing	The second se				_	Not Applicable			
	fosure (to be disclose	ed separately for ea	ch agenda item)			The represent			
Resolution No. 1				Adoption of: at the Audited Standalor 2019 together with the P b) the Audited Consolida 31, 2019 together with t	leports of the Audit ited Financial States	ors and Directors nents of the Comp	thereon.		
Resolution required : (Ordinary/ Special)				Ordinary Resolution	10. This	ALIGHT DE WWITCH AT		_	
Whather promoter/promoter group are interested in the									
agenetic/coordinatio	Un Z								
AND INTERNET OF STREET, STREET		No. of Dunne	No. of upper	No.	Company and Company and	20 100 2000 1000			
agenda/resolutio Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	No % of votes pollet on outstanding shares (3) = [{2}/(3)]*100	No. of votes in favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6) = [(4)/(7)]*100	% of votes against on vote polled (7) = {{5}/{2}}*100	
Category	Mode of Voting			Scof votes polled on outstanding shares (3) = [{J}/(1)]*100	CONTRACTOR STREET	against (5)	on votes polled (6) = {(4)/(2)}*100	against on vote polled (7) = [(5)/(2)]*100	
Category	Mode of Voting	heid (1)	polled (2)	Sc of votes pollet on outstanding shares (3) = {{3}/(3)*100 100.00	tavour (4)	against (5)	on votes polied (6) = ((4)/(2))* 100 100.00	against on vote polied (7) = {{5}/{2}}*100	
Category	Mode of Voting		polled (2) 52804973	Sc of votes pollet on outstanding shares (3) = {{3}/(3)*100 100.00	favour (4) 52804973	against (5) 0	on votes polied (6) = ((4)/(2))* 100 100.00 0.03	against on vote polled (7) = {{5}/{2}}*100 0.0 0.0	
Category	Mode of Voting E-voting PoB*	heid (1)	polled (2) 52804973 0	5: of votes pollet on outstanding shares (3) = {{3}/(3)*100 100.00 0.00	tavour (4) 52804973 0	against (5) 0 0	on votes polied (6) = [(4)/(7)]*100 100.00 0.00 0.00	against on vote polied (7) = (15)/(2) *100 0.0 0.0 0.0	
Category Promister and Promoter Group	Mode of Voting E-voting PaB* Postal Ballot Total E-voting	heid (1)	polled (2) 52804973 0 0	5: of votes pollet on outstanding shares (3) = [(3)/(3)]*100 100.00 0.00 0.00 100.00	tavour (4) 52804973 0 0	against (5) 0	on votes polied (6) = [(4)/(2)]*100 100.00 0.03 0.00 100.00	against on vote polled (7) = (15)/(2) *100 0.0 0.0 0.0 0.0 0.0 0.0	
Category Promister and Promoter Group Public	Mode of Voting E-voting Pall* Polital Ballot Tatul E-voting Pall*	held (1) 52804973	polled (2) 52804973 0 52804973	5: of votes pollet on outstanding shares (3) = [(3)/(3)]*100 100.00 0.00 0.00 100.00	tavour (4) 52804973 0 0 52804973	against (5) 0 0 0 0 0	on votes polied (6) = ((4)/(2))* 100 100.00 0.03 9.00 100.00 100.00	against on vote polled (7) = (15)/(2) *100 0.0 0.0 0.0 0.0 0.0 0.0 0.0 0.0 0.0	
Category Promister and Promoter Group	Mode of Voting E-voting Poll* Poll* Poll* Total E-voting Poll* Postal Ballot	heid (1)	polled (2) 5280#973 0 52804973 0 52804973 35093974	% of votes pollet on outstanding shares (3) = [{7]/(3]*100 100.00 0.00 0.00 0.00 0.00 0.00 0.0	tavour (4) 52804973 0 52804973 35093974	against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	on votes polied (6) = ((4)/(2))* 100 100.00 0.00 100.00 100.00 0.00	against on vote polled (7) = (15)/(2) *100 0.0 0.0 0.0 0.0 0.0 0.0 0.0 0.0 0.0	
Category Promister and Promoter Group Public	Mode of Voting E-voting Poll* Poll* Poll* Total E-voting Poll* Postal Ballot Total	held (1) 52804973	polled (2) 52804973 0 52804973 0 52804973 35093974 0	% of votes pollet on outstanding shares (3) = [{2]/(1)]*100 100.00 0.00 0.00 0.00 0.00 0.00 0.0	tavour (4) 52804973 0 52804973 35093974 0	against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	on votes polied (6) = {(4)/(2)}*100 100.00 0.03 0.00 100.00 0.00 0.00 0.	against on vote polled (7) = {(5)/(2)]*100 0.0 0.0 0.0 0.0 0.0 0.0 0.0 0.0 0.0	
Category Promister and Promoter Group Public natitutions	Mode of Voting E-voting Pole Pole Pole Pole Pole Pole Pole Total E-voting Pole Total E-voting Full*	held (1) 52804973	polled (2) 52804973 0 52804973 0 52804973 35093974 0 0	% of votes pollet on outstanding shares (3) = [{2]/(3]*100 100.00 0.00 0.00 0.00 0.00 0.00 0.0	tavour (4) 52804973 0 52804973 35093974 0 0	against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	on votes polied (6) = {(4)/(2)}*100 100.00 0.00 100.00 0.00 0.00 0.00 0	against on vote polled (7) = [(5)/(2)]*100 0.0 0.0 0.0 0.0 0.0 0.0 0.0 0.0 0.0	
Category Promister and Promoter Group Public Institutions	Mode of Voting E-voting Page* Postal Ballot Total E-voting Postal Ballot Total E-voting Postal Ballot Total E-voting Post*	held (1) 52004973 54185538	polled (2) 52804973 0 52804973 35093974 0 35093974	% of votes pollet an outstanding shares (3) = [{2]/(3]*100 100.05 0.00 0.00 0.00 0.00 0.00 0.00	tavour (4) 32804973 0 0 52804973 35093974 0 0 35093974	against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	on votes polied (6) = {(4)/(2)}*100 100.00 0.03 0.00 100.00 0.00 0.00 0.	against on vote polied (7) = (15)/(2) *100 0.0 0.0 0.0 0.0 0.0 0.0 0.0 0.0 0.0	
Category Promister and Promoter Group Public Institutions	Mode of Voting E-voting Page* Pointal Ballot Total E-voting Postal Ballot Total E-voting Postal Ballot Postal Ballot	held (1) 52804973	polled (2) \$2804973 0 \$2804973 35093974 0 35093974 13629094	% of votes pollet an outstanding shares (3) = [{2]/(3)]*100 100.00 0.00 0.00 0.00 0.00 0.00 0.0	tavour (4) 32804973 0 0 52804973 35093974 0 0 0 35093974 19629091	against (5)	on votes polied (6) = {(4)/(2)}*100 100.00 0.00 100.00 100.00 0.00 0.00	against on vote polied (7) = (15)/(2) *190 0.0 0.0 0.0 0.0 0.0 0.0 0.0 0.0 0.0 0	
Agendu/resolutic Category Promoter and Promoter Group Public Institutions Public Non- Institutions	Mode of Voting E-voting Page* Postal Ballot Total E-voting Postal Ballot Total E-voting Postal Ballot Total E-voting Post*	held (1) 52004973 54185538	polled (2) \$2804973 0 52804973 35093974 0 35093974 13629094 13629094 1369171	% of votes pollet an outstanding shares (3) = [{2]/(3)]*100 100.00 0.00 0.00 0.00 0.00 0.00 0.0	tavour (4) 32804973 0 0 52804973 35093974 0 0 0 35093974 19629091 1509171	against (5)	on votes polied (6) = {(4)/(2)}*100 100.00 0.00 100.00 100.00 0.00 0.00	against on vote: polled (7) = {15}/(2) *100 0.0 0.0 0.0	

Resolution No. 2				Declaration of dividend	on Equity Shares of	the Company for t	he financial year ender	March 31, 2019		
Resolution regult	ed : (Ordinary/ Spec	ial)		Ordinary Resolution						
Whether promoter/promoter group are interested in the				No						
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3) = [(2)/(1)]*100	No. of votes in favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6) = [(4)/(2)]*100	% of votes against on votes polled (7) = [(5)/(2)]*100		
	E-voting		52804973	100.00	52804973	0	100.00	0,00		
Promoter and	Poll*	Postal Ballot 52804973	0	0.00	0	0	0.00	0.00		
Promoter Group	Postal Ballot		0	00.0	0	D	0.00	0,00		
20001199 000936011970	Total		S2804973	100.00	52804973	0	100.00	0.00		
	E-voting		35227680	65.01	35227680	0	100.00	0.00		
Public	Poll*	- Pressente	0	0.00	0	0	0.00	0.00		
Institutions	Postal Balliot	54185538	0	0.00	0	0	0.00	0.00		
	Total		35227680	65.01	35227680	0	100.00	0.00		
	E-voting		13629821	22.49	13629818	3	100.00	0.00		
Public Non	Poil*	COLUMN	1509171	2.49	1509171		100,00	0.00		
Institutions	Postal Ballot	60611224	0	0.00	0	0	0.00	0.00		
Wils Withow	Total		15138992	24.98	15138989	3	100.00			
Total		167601735	103171645	61.56	103171642	3	100.00	0.00		

Result : Resolution passed with requisite majority

Resolution No. 3				Appointment of Mr. Raje being eligible, offers him	The second s		a Director, who retires	by rotation and		
Resolution requir	ed : (Ordinary/ Spec	ial)		Ordinary Resolution						
Whether promoter/promoter group are interested in the sgenda/resolution?				Yes. Mr. Rajendra Singh )	Pawar is interested	in this item, as it n	elates to his appointme	nt		
Cutegory	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3) = [{2}/{1}]*100	No. of votes in favour (4)	No. of Votes against (5)	% of votes in favour on votes polled [6] = [(4)/(2)]*100	% of votes against on votes polled (7) = [(5)/(2)]*100		
	E-voling		52804973	100.00	52804973	0	100.00	3.00		
Promoter and	Poll*	52804973	0	0.00	0	0	0.00	0.00		
Promoter Group	Postal Ballot		0	0.00	0	0	00.00	0.00		
Reading and a service of the service	Tertal		52804973	100.00	52804973	0	100.00	0.00		
	E-witting		35227680	65.01	35227680	0	100.00	0.00		
Public	Pol*	- instants	12	0.00	0	0	0.00	0.00		
Institutions	Postal Ballot	54185338	Ó	0.00	a	0	00.0	0.00		
	Toral		35227680	65.01	35227680	0	100.00	0.00		
	f wating	-	13628321	22.48	13627981	340	1.00.00	0.00		
Public Non	Pull*		1509171	2.49	1509171	.0	100.00	0.03		
Institutions	Postal Ballot	60631274	0	0.50	0	0	0.00	0.00		
	Total		15137497	24.97	15137152	340	100.00	00.0		
Total	I I AAFAII	167601735	103170145	61.56	103169805	340	100.00	0.00		

Result : Resolution passed with requisite majority

Resolution No. 4				Ratification of remuneration of Cost Auditors for the Financial Year 2018-19						
	ed : (Ordinary/ Spec			Ordinary Resolution						
Whether promoti agenda/resolutio	er/promoter group a n?	ire interested in the		140	and the second sec					
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3) = [(2)/(1)]*100	No. of votes in favour (4)	No. of Votes egainst (5)	% of votes in favour on votes polled (6) = [(4)/(2)]*100	% of votes against on votes polled (7) = [(5)/(2)]*100		
E-voting	E-voting	\$2804973	52804973	100.00	52804973	0	100.00	0.00		
Promoter and	Pall*		0	0.00	a	0	0.00	0.00		
Promoter Group	Postal Ballot		0	0.00	0	0	0.00	0.00		
	Total		52804973	100.00	52804973	0	100.00	0.00		
	E-woting		35727680	65.01	35227680	0	100.00	0.00		
Public:	Rob*		0.00	0	0	0.00	0.00			
Institutions	Postal Ballot	54185538	0	0.00	0	0	0.00	0.00		
	Tutal		35227680	65.01	35227680	0	100.00	0.00		
	E-yoong		13678321	22.48	13527970	351	100.001	0.00		
Public Non	Poll*	00000000	1509171	2.49	1509171	0	100.00	0.00		
nstitutions	Postal Ballot	60611224	0	0.00	0	0	0.00	0.00		
	Textal		15137492	24.97	15137141	351	100.00	0.00		
Total	AN ADD TO	167601735	103170145	61.56	103169794	351	100.00	0.00		

Total 167601715 Result : Resolution passed with requisite malority

Resolution No. 5				Re-appointment of Mr. Anand Sudarshan as an Independent Director of the Company						
Resolution requir	ed : (Ordinary/ Spec	Xal3		Special Resolution						
Whether promoter/promoter group are interested in the agenda/revolution?			No							
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3) = {{2}/{1}}*100	No. of votes in favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6) = [(4)/(2)]*100	% of votes against on votes polled (7) = [{5]/(2]]*100		
	E-voting		52804973	100.00	52804973	0	100.00	0.00		
Promoter and	Poit*	52804973	0	0.00	0	0	0.00	0.00		
Promoter Group	Postal Sallet		Ð	0.00	0	0	0.03	0.00		
	Fotal		52804973	100.00	52804973	Q	100.00	0.00		
500000000000000000000000000000000000000	E-westing		15227680	\$5.01	34729017	498663	98.58	1.47		
Public	Foli*	54185538	0	0.00	C	Ċ	0.00	0.00		
Institutions	Postal Relot	34183310	G	0.00	0	0	0.00	0.00		
	Tittal		35227680	65.01	34729017	498663	98.58	1.42		
August 1995	E-wotikig		13628251	22,48	23627900	351	100.00	0.00		
Public Non	Pol/*	00611224	1508171	2.69	1509171	10	100.00	0.00		
Institutions	Postal Ballot	bourrant-	0	0.00	0	0	0.00	0.00		
a designed the second	Total		15137422	24.97	15137071	351	100.00	0.00		
Total	100000	167601735	103170075	51.56	102671061	499014	99.52	0.48		

Result : Resolution passed with requisite majority

Acsolution No. 6		1990 C 300 C 40		Re-appointment of Ms. (	ieela Mathur as an	Independent Dire	clar of the Company	i.	
Resolution requi	ed : (Ordinary/ Spec	(a))		Special Resolution					
	er/promoter group a	ire interested in the		23/35					
agenda/resolutio				Na	-				
Category	i Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3) = [(2)/(2)]*100	No: of votes in favour (4)	No. of Votes against (5)	<pre>% of votes in favour on votes polled (6) = ((4)/(2))*100</pre>	% of votes against on votes polled (7) = ((5)/(2))*100	
8	E-voting		52804973	100 00	52804973	0	100.00	0.00	
Promoter and	Poli"	52804973	0	0 00	0	Ø	0.00	0.00	
Promoter Group	Postal Ballot		0	0.00	0	0	0.00	0.00	
20 1	Total		52804973	100.00	52804973	Q	100.00	0.00	
	E-voting	(B)	35227680	65.01	35212887	14/93	99.96	0.04	
Public	Poll*	5418553B	0	0.00	a	0	0.00	0.00	
Institutions	Postal Ballot	34103330	0	0.00	٥	0	0.00	0.00	
	lotal	1 anu	35227680	65.01	35212887	14793	99.96	0.04	
el Norma co	E-voting		13628321	22.48	13627123	1198	99.99	0.01	
Public Non	Poll*	60611774	1509171	2.49	1509171	0	100.00	0.00	
Institutions	Postal Ballot	00011774	0	0.00	D	anne ä	0.00	0.00	
	Тотаї		15137492	24.97	15136294	1198	99.99	0.02	
Total	- 100 (200 - 200 -	167601735	103170145	61.56	103154154	15991	99.98	0.02	

Result : Resolution passed with regulate majority

Resolution No.7				Appointment of Mr. Ravinder Singh as an Independent Director of the Company						
Resolution requir	ed : (Ordinary/ Spec	hi)		Ordinary Resolution						
Whether promoter/promoter group are interested in the agenda/resolution?				No						
Category	Mode of Voting	No. of Shares.	No. of votes polled (2)	% of votes polled on outstanding shares (3) = [(2)/(1)]*100	No. of votes in favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6) = [(4)/(2)]*100	% of votes against on votes polled (7) = [(5)/(2)]*100		
	f-voting	Ĺ	52804973	100 00	52804973	0	100.00			
Fromoter and	Poll*	\$28(14973	D	0.00	0	0	0.00	0.00		
Promoter Group	Postal Ballot		Ó	000	0	0	0.00	0.00		
COMPANY OF STREET	Total		52804973	100.00	52804973	0	100.001	0.00		
	I-voting		35227680	65 01	35227680	0	100.00			
Public	Polt	64101020	0	0.00	0	0	0.00	0.00		
Institutions	Postal Ballot	54185538	¢	0.00	0	0	0.00			
	Total	8	35227680	65.01	35227680	0	100.00	0.00		
	E-voting	00	13628251	22 48	13627340	911	99 99	0.01		
Public Nan	Poll*	10011074	1509171	2.49	1509171	0	100.00	0.00		
Institutions	Postal Ballot	60611224	0	0.00	0	0	0.00			
St	Total	0.0	15137422	24.97	15136511	911	99.99	0.01		
Total		167601735	103170075	61.56	103169164	911	100.00	0.00		

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Result : Resolution passed with regulate majority

Resolution No. 8	A CONTRACTOR			Appointment of Mr. Ash	ish Kashiyap as an le	kdependent Direct	or of the Company			
Resolution requir	ed : (Ordinary/ Spec	ial)		Ordinary Resolution						
Whether promoter/promoter group are interested in the agenda/resolution?			No							
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares [3] = {(2)/(1)]*100	No. of votes in favour (4)	No. of Votes against (5)	% of votes in fevour on votes polled (6) = [{4}/[2]]*100	% of votes against on votes polled (7) = [(5)/(2)]*100		
	E-wating		52804973	100.00	52804973	0	100.00	0.0		
Pennotier and	Poil*	52804973	0	0.00	D	0	0.00	0.0		
Promoter Group	Possal Ballot		0	0.00	0	0	0.00	0.00		
	Tatai		52804973	100.00	52804973	0	100.00	0.0		
	E-working		35227680	65.01	35227680	0	100.00	0.0		
Public	Polt*	54185538	0	9.00	0	0	00.00	0.0		
institutions	Postal Ballot	34,833336	0	0.00	0	0	8.00	0.00		
	Total		35227680	65.01	35727680	0	100.00	0.00		
NINGHING AND	E-voting		13628239	22.48	13627331	908	99.99	0.01		
Public Non	Polt*	antenante l	1509171	2.49	1509171	0	100.00	0.00		
institutions	Postal Ballot	60611224	0	0.00	0	0	0.00	0.0		
01969-900 /////	Total		15137410	24.97	15136502	908	99.99	0.01		
Total		167601735	103170063	61.55	103169155	908	100.00			

Result : Resolution passed with requisite majority

Resolution No. 9			_	Approval for payment of additional remumeration to Mr. Rajendra Singh Pawar, Non – Executive Director and Chairman of the Company.						
Resolution requir	ed : (Ordinary/ Spec	iai)		Special Resolution						
Whether promoti agenda/resolutio	er/promoter group / a?	are interested in the	e.	Yes. Mr. Rajandra Singh	Pawar is interested	in this factor, as it r	elates to his removerat	liane		
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3) = [[2]/(1)]*100	No. of votes in favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6) = {{4}/{2}}*100	% of votes against on votes polled (7) = [(5)/(2)]*100		
	E-yoting		52804973	100.00	52804973	0	100.00	0.00		
Promoter and	90ll*	\$2804973	0	0.00	0	d	0.00	0.00		
Promoter Group	Postal Ballot		0	0.00	0	0	0.00	0.00		
VERTINITATION OF	Total		52804973	100.00	\$2804973	0	100.00	0.00		
	E-voting		352276BD	65.01	31765659	3462021	90.17	9.83		
Public.	200°	54185538	0	0.00	0	0	0.00	0.00		
Institutions	Postal Ballot	341833.58	0	0.00	0	Ó	0.00	D.00		
	Total		35227680	65.01	31765659	3462021	90.17	9.83		
	6-woting		13628004	22.48	13604209	23795	99.83	0.17		
Public Non.	Potr*	6001000	1509171	2.49	1509171	.0	100.00	0.00		
Institutions	Postul Ballot	00611224	0	0.00	0	0	0.00	0.00		
	Fotal		15137175	24.97	15111380	23795	99.84	0.16		
Total		167601735	103169828	61.56	99684012	3485816		and the second se		

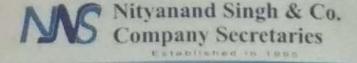
Result : Resolution passed with requisite majority \* voting through Tab Victory of ACM Vienue

For NIIT Limited

Secrah Bonnon 1

Deepak Bansal **Company Secretary** 03

Place : New Delhi Date : August 13, 2019



#### Report of Scrutinizer(s)

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,

Shri Rajendra S Pawar (Chairman of the Meeting) NIIT LIMITED ("The Company") 8, Balaji Estate, First Floor Guru Ravi Das Marg, Kalkaji New Delhi 110019

#### Dear Sir,

I. Nityanand Singh, (Proprietor) of Nityanand Singh & Co., Company Secretaries having its office at 14, Second Floor, Arjun Nagar, Safdarjung Enclave, New Delhi-110029, appointed as Scrutinizer of NIIT LIMITED for the purpose of scrutinizing the e-voting process in a fair and transparent manner in respect of resolutions put to vote through e-voting carried out as per provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolution(s), at the 36<sup>th</sup> Annual General Meeting of the equity shareholders NIIT LIMITED held on 13<sup>th</sup> Day of August, 2019 at 09:00 A.M. at The Ocean Pearl Retreat, Chattarpur Mandir Road, Satbari, New Delhi-110074.

We submit our report as under:

- The E-voting period remained open from Thursday 8<sup>th</sup>August, 2019 (9.00 A.M.) to Monday, 12<sup>th</sup>August, 2019 (5:00 P.M.).
- The Shareholders holding shares as on the "cut off" date i.e. 6<sup>th</sup> August, 2019 were entitled to vote on the proposed resolutions (item no.1 to 9) as set out in the Notice dated 10<sup>th</sup> June, 2019 of the 36<sup>th</sup> Annual General Meeting of NIIT LIMITED.
- 3. The votes were unblocked on 13<sup>th</sup>August, 2019 at around 10:15 A.M in the presence of two witnesses, Mr. Rakesh Matolia R/0 Plot No. 10, Near Sewak Park Dwarka Mor-110059 and Ms. Kirti R/o. C-480/81 Hastsal Road Uttam Nagar, New Delhi-110059 who are not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Robert matolig **Rakesh** Matolia

NEW DELHI

HO: 14, Second Floor, Arjun Nagar, Saldarjung Enclosed, New Ophi- 110029 | T. 011-26713700/4700 BO: 73, GF, Amberhai Extension-1, Dwarka Sector 19, New Delhi- 110075 | T. 011-42430736 E: officenns@gmail.com | Info@nnsanoco.com | W. www.nnsandco.com

- 4. Thereafter, the details containing, inter-alia, list of Equity Shareholders, who voted "For" and "Against", were downloaded from the e-voting website of National Securities Depository Limited https://www.evoting.nsdl.com/
- 5. The result of the E-voting is as under:

#### **Ordinary Business:**

- a) Resolution 1-To receive, consider and adopt:
  - i. the Audited Standalone Financial Statement of the Company for the financial year ended March 31, 2019 together with the reports of the Board of Directors and Auditors thereon; and
  - ii. the Audited Consolidated Financial statement of the Company for the financial year ended March 31, 2019 together with the report of the Auditors thereon.
    - (i) Voted in favour of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast
138	10,15,28,038	100

(ii) Voted against the resolution:

Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
3	3	

(iii) Invalid votes :

Total Number of Members whose votes were declared invalid	Total number of votes cast by them	

- b) Resolution 2 To declare dividend on Equity Shares of the Company for the financial year ended March 31, 2019.
- (i) Voted in favour of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast
140	10,16,62,471	100



Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
3	3	

(iii) Invalid votes :

Total Number of Members whose votes were declared invalid	Total number of votes cast by them	
	-	

- (c) Resolution 3 To appoint Mr. Rajendra Singh Pawar (DIN: 00042516) as a director, who retire by rotation and being eligible, offer himself for reappointment.
- (i) Voted in favour of the resolution:

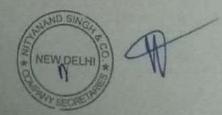
Number of Members present and voting (in person or by	Number of votes cast in favour of the resolution	% of total number of valid votes cast
<u>proxy)</u> 133	10,16,60,634	100

(ii) Voted against the resolution:

Number of Members present and voting (in person or by	Number of votes cast against the resolution	% of total number of valid votes cast
proxy)		
9	340	

### (iii) Invalid votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
· · · · · · · · · · · · · · · · · · ·	Martin Martin



#### SPECIAL BUSINESS:

- d) Resolution 4 To ratify the remuneration of Cost Auditor for the financial year2018-19.
- (i) Voted in favour of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast
133	10,16,60,623	100

(ii) Voted against the resolution:

Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
9	351	

(iii) Invalid votes :

Total Number of Members whose votes were declared invalid	Total number of votes cast by them	

- e) Resolution 5- To re-appoint Mr. Anand Sudarshan as an Independent Director of the Company.
- (i) Voted in favour of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast
129	10,11,61,890	99.51

(ii) Voted against the resolution:

Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
12	4,99,014	0.49

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#### (iii) Invalid votes :

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
	-

### f) Resolution 6 – To re-appoint Ms. Geeta Mathur as an Independent Director of the Company.

#### (i) Voted in favour of the resolution:

Number of Members voted through electronic voting	Number of votes cast in favour of the resolution	% of total number of valid votes cast
system		00.00
130	10,16,44,983	99.98

### (ii) Voted **against** the resolution:

system 0.02	through creek on a	Number of votes cast against the resolution	% of total number of valid votes cast
10 15 001 0.02	system	15,991	0.02

#### (iii) Invalid votes :

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
-	-

# g) Resolution 7 – To appoint Mr. Ravinder Singh as an Independent Director of the Company.

## (i) Voted **in favour** of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast
133	10,16,59,993	100

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Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
8	911	

(iii) Invalid votes :

Total Number of Members whose votes were declared invalid	Total number of votes cast by them

- h) Resolution 8 To appoint Mr. Ashish Kashyap as an Independent Director of the Company.
- (i) Voted in favour of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast
132	10,16,59,984	100

(ii) Voted against the resolution:

Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
8	908	

#### (iii) Invalid votes :

Total Number of Members whose votes were declared invalid	Total number of votes cast by them

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- i) Resolution 9 -To approve payment of additional remuneration to Mr. Rajendra Singh Pawar, Non-executive Director & Chairman of the Company.
- (i) Voted in favour of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast
102		96.57

Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
38	34,85,816	3.43

(iii) Invalid votes :

Total Number of Members whose votes were declared invalid	Total number of votes cast by them

6. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same shall be handed over to the Company Secretary of NIIT Limited for safe keeping.

Thanking you, Yours faithfully,

For Nityanand Singh & Co. (Company Secretaries)



Nityanand Singh (Prop.) C.P. No.: 2388 Membership No.: FCS 2668

Place: New Delhi Dated: 13th August, 2019



#### **MGT-13**

#### Report of Scrutinizer(s)

[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2)of the Companies (Management and Administration) Rules, 2014]

#### To,

#### Shri Rajendra S Pawar

(Chairman of the Meeting) NIIT LIMITED("The Company") 8, Balaji Estate, First Floor Guru Ravi Das Marg, Kalkaji New Delhi 110019

#### Dear Sir,

I, Nityanand Singh, (Proprietor) of Nityanand Singh & Co., a Company Secretary Firm having its office at 14, Second Floor, Arjun Nagar, Safdarjung Enclave, New Delhi-110029, appointed as Scrutinizerfor the purpose of scrutinizing the voting through poll (via - handheld tablets) taken on the below mentioned resolution(s), at the 36<sup>th</sup> Annual General Meeting of the equity shareholders NIIT LIMITED held on 13<sup>th</sup> Day of August, 2019 at 09:00 A.M. at The Ocean Pearl Retreat, Chattarpur Mandir Road, Satbari, New Delhi-110074.

I submit my report as under:

- 1. The voting was done through handheld tablets with the assistance of NSDL representatives.
- After the time fixed for closing of the voting through poll (via handheld tablets) by the Chairman, the votes were unblocked on 13<sup>th</sup> August, 2019 at 10:30 A.M approx. in my presence.
- 3. The result of the voting through Ballot is as under:

NEW DELH

HO: 14, Second Floor, Arjun Nagar, Saldarjung Enclave, New Delhi- 110029 | T. 011-26713700/4700 BO: 73, GF, Amberhai Extension-1, Dwarka Sector-19, New Delhi- 110075 | T. 011-42430736

#### **Ordinary Business:**

- a) Resolution 1-To receive, consider and adopt:
- i. the Audited Standalone Financial Statement of the Company for the financial year ended March 31, 2019 together with the reports of the Board of Directors and Auditors thereon; and
- ii. theAudited Consolidated Financial Statement of the Company for the financial year ended March 31, 2019 together with the report of the Auditors thereon.
  - (i) Voted in favour of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast in favour of the resolution	% of total number of valid votes cast
179	15,09,171	100

(ii) Voted against the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast against the resolution	% of total number of valid votes cast

(iii) Invalid votes :

Total Number of Members whose votes	Total number of votes cast by
were declared invalid	them

- b) Resolution 2 To declare dividend on Equity Shares of the Company for the financial year ended March 31, 2019.
- (i) Voted in favour of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast in favour of the resolution	% of total number of valid votes cast
179	15,09,171	100

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Number of Members present and voting (in person or by proxy)	Number of votes cast against the resolution	% of total number of valid votes cast
-	-	

#### (iii) Invalid votes :

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
	-

- c) Resolution 3 To appoint Mr. Rajendra Singh Pawar (DIN: 00042516) as a director, who retire by rotation and being eligible, offer himself for re-appointment.
- (i) Voted in favour of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast in favour of the resolution	% of total number of valid votes cast
179	15,09,171	100

#### (ii) Voted against the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast against the resolution	% of total number of valid votes cast

#### (iii) Invalid Votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
and a state of the second state of the	



### Special Business:

- d) Resolution No. 4: To ratify the remuneration of cost auditor for the financial year2018-19.
- (i) Voted in favour of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast in favour of the resolution	% of total number of valid votes cast
179	15,09,171	100

(ii) Voted **against** the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast against the resolution	% of total number of valid votes cast

(iii) Invalid votes :

Total Number of Members whose votes were declared invalid	Total number of votes cast by them

- e) Resolution 5- To re-appoint Mr. Anand Sudarshan as an Independent Director of the Company.
- (i) Voted in favour of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast in favour of the resolution	% of total number of valid votes cast
179	15,09,171	100

(ii) Voted against the resolution:

Number of Members present and voting (in person or by proxy)system	Number of votes cast against the resolution	% of total number of valid votes cast

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(iii) Invalid votes :

Total Number of Members whose votes	Total number of votes cast by
were declared invalid	them
	•

- f) Resolution 6 To re-appoint Ms. Geeta Mathur as an Independent Director of the Company.
- (i) Voted in favour of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast in favour of the resolution	% of total number of valid votes cast
179	15,09,171	100

(ii) Voted **against** the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast against the resolution	% of total number of valid votes cast

(iii) Invalid votes :

Total number of votes cast by them
*

- g) Resolution 7 To appoint Mr. Ravinder Singh as an Independent Director of the Company.
- (i) Voted in favour of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast in favour of the resolution	% of total number of valid votes cast
179	15,09,171	100



Number of Members present and voting (in person or by	Number of votes cast against the resolution	%/a of total numbe of valid votes east		
proxy)	INCOMPT IN THE REAL		1	

#### (iii) Invalid votes :

Total Number of Members whose votes were declared invalid	Total number of votes east by them	
	and the second of	

- h) Resolution 8 To appoint Mr. Ashish Kashyap as an Independent Director of the Company.
- (i) Voted in favour of the resolution:

Number of Members present and voting (in person or by	Number of votes east in favour of the resolution	% of total number of valid votes cast
proxy)	a weat to be a second as a	100
179	15,09,171	190

(ii) Voted against the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast against the resolution	% of total number of valid votes cast
*	Charles and the second of the	

### (iii) Invalid votes :

Total Number of Members whose votes were declared invalid	Total number of votes cast by them		
· · · · · · · · · · · · · · · · · · ·			

- i) Resolution 9 To approve payment of additional remuneration to Mr.Rajendra Singh Pawar, Non-executive Director & Chairman of the Company.
- (i) Voted in favour of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast in favour of the resolution	% of total number of valid votes cast
179	15,09,171	100

Number of Members present and voting (in person or by proxy)	Number of votes cast against the resolution	% of total number of valid votes cast	
-			

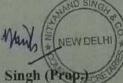
(iii) Invalid votes :

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
	-

 A list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalidfor each aforesaid resolution is submitted to the Company for their records.

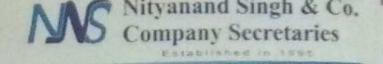
Thanking you, Yours faithfully,

For Nityanand Singh & Co. (Company Secretaries)



Nityanand Singh (Prop.) C.P. No.: 2388 Membership No.: FCS 2668

Place:New Delhi Dated: 13<sup>th</sup>August, 2019



To.

Shri Rajendra S Pawar (Chairman of the Meeting) NIIT LIMITED ("The Company") 8. Balaji Estate, First Floor Guru Ravi Das Marg, Kalkaji New Delhi 110019

Sub.: Consolidated Results of voting through Poll at the meeting and through remote e-voting.

Reference: 36<sup>th</sup> Annual General Meeting (the AGM) of the Company held on Tuesday, 13<sup>th</sup> August, 2019.

Dear Sir,

I have submitted separate reports on result of voting through 'remote E- voting' and voting by 'Poll' (Via handheld tablets) at the meeting' on the resolutions contained in the notice convening the 36<sup>th</sup> Annual General Meeting of members of NIIT Limited, held on 13<sup>th</sup> August, 2019.

I submit herewith my combined report on the consolidated results on 'e-voting' and 'voting by Poll (Via handheld tablets)' as under:

Resolution No. 1: To receive, consider and adopt:

- i. the Audited Standalone Financial Statement of the Company for the financial year ended March 31, 2019 together with the reports of the Board of Directors and Auditors thereon; and
- ii. the Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2019 together with the report of the Auditors thereon

Votes in favour of resolution Votes against the resolution		the resolution	Invalid votes	Votes abstained	
No. of Votes	% of total number of valid votes cast	No. of votes	% of total number of valid votes cast	Nos.	Nos.
103,037,209	100	3		1000-	

HO: 14, Second Floor, Arjun Nagar, Saldarjung Enclave, New Delhi 1100291 T 011-26713700/4700 BO: 73, GF, Amberhai Extension-1, Dwarka Sector-19, New Delhi- 1100751 T 011-42430736

# Resolution No. 2: To declare dividend on Equity Shares of the Company for the financial year ended March 31, 2019.

Votes in favour	of resolution	Votes against the resolution		Invalid votes	Votes abstained
No. of Votes	% of total number of valid votes cast	No. of votes	% of total number of valid votes cast	Nos.	Nos.
103,171,642	100	3		-	-

Resolution No. 3: To appoint Mr. Rajendra Singh Pawar (DIN: 00042516) as a director, who retire by rotation and being eligible, offer himself for re-appointment.

Votes in favour	of resolution	Votes against the resolution		Invalid votes	Votes abstained
No. of Votes	% of total number of valid votes cast	No. of votes	% of total number of valid votes cast	Nos.	Nos.
103,169,805	100	340			-

#### SPECIAL BUSINESS:

Resolution No. 4: To ratify the remuneration of Cost Auditor for the financial year 2018-19.

Votes in favour of resolution		Votes against the resolution		Invalid votes	Votes abstained
No. of Votes	% of total number of valid votes cast	No. of votes			Nos.
103,169,794	100	351		1 - 1	

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Resolution No. 5: To re-appoint Mr. Anand Sudarshan as an Independent Director of the Company.

Votes in favour of resolution Votes against the resolution		Votes against the resolution		Invalid votes	Votes abstained
No. of Votes	% of total number of valid votes cast	No. of votes	% of total number of valid votes cast	Nos.	Nos.
102,671,061	99.52	4,99,014	0.48	-	a de Reidu

# Resolution No. 6: To re-appoint Ms. Geeta Mathur as an Independent Director of the Company.

Votes in favou	r of resolution	Votes against the resolution		Invalid votes	Votes abstained
No. of Votes	% of total number of valid votes cast	No. of votes	% of total number of valid votes cast	Nos.	Nos.
103,154,154	99.98	15,991	0.02	-	-

# Resolution No. 7: To appoint Mr. Ravinder Singh as an Independent Director of the Company.

Votes in favou	r of resolution	Votes against the resolution		Invalid votes	Votes abstained
No. of Votes	% of total number of valid votes cast	No. of votes	% of total number of valid votes cast	Nos. No	Nos.
103,169,164	100	911	•	- /	-

# Resolution No. 8: To appoint Mr. Ashish Kashyap as an Independent Director of the Company.

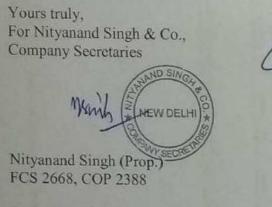
Votes in favou	r of resolution	Votes against	the resolution	Invalid votes	Votes abstained
No. of Votes	% of total number of valid votes cast	No. of votes	% of total number of valid votes cast	Nos.	Nos.
103,169,155	100	908	-		- /

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Resolution No. 9: To approve payment of additional remuneration to Mr. Rajendra Singh Pawar, Non-executive Director & Chairman of the Company.

Votes in favou	r of resolution	Votes against	the resolution	Invalid votes	Votes abstained
No. of Votes	% of total number of valid votes cast	No. of votes	% of total number of valid votes cast	Nos.	Nos.
99,684,012	96.62	34,85,816	3.38	-	

Thanking you,



Place: New Delhi Date: 13<sup>th</sup> August, 2019 Annexure-A

NIIT Utmited Voting Results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure requirements), 2015

Date of AGM	13-Aug-19
fotal number of members as on the Cut-Off date [i.e. August 06, 2019]	64691
No. of members present in the meeting either in person or through proxy:	
Promoters and Promoter Group. Public.	11 233
No. of members attended through video conferencing Promoters and Promoter Group: Public:	None

Resolution No. 1. Adoption of Standalone and Consolidated Financial Statements along with the Reports of the Board of Directors and of the Auditors thereon. Resolution required - Ordinary Resolution

	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of Votes in favour on votes polied	% of votes against on votes polled
		1	2	3=(2/1)*100	4	5	6=(4/2)*100	7=(5/2)*100
	Remote e-voting	CO 004 073	52804973	100	52804973	0	100	0
Promoter and Promoter Group	Poll (Electronically)	C/C'+00'7C	0	0	0	0	0	0
	Total	52804973	52804973	100	52804973	0	100	0
	Remote e-voting	CA 105 520	35093974	64.77	35093974	0	100	0
Public - Institutional holders	Poll (Electronically)	orr/not/tr	0	0	0	0	0	0
	Total	54185538	35093974	64.77	35093974	0	100	0
	Remote e-voting	60 611 224	13629094	22.49	13629091	E	100	0
Public - Others	Poll (Electronically)		1509171	2.49	1509171	0	100	0
	Total	60611224	15138265	24.98	15138262	ŝ	100	0
Grand Total	tal	167601735	103037212	61.48	103037209	3	100.00	0.00



Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
		1	2	shares 3=(2/1)*100	4	5	6={4/2}*100	7=(5/2)*100
	Remote e-voting		52804973	100	52804973	0	100	0
Promoter and Promoter Group	Poll (Electronically)	5/6'H08'75	0	0	0	0	0	0
	Total	52804973	52804973	100	52804973	0	100	0
	Remote e-voting	001 101 81	35227680	65.01	35227680	0	100	0
Public - Institutional holders	Poll (Electronically)	00001001000	0	0	0	0	0	0
	Total	54185538	35227680	65.01	35227680	0	100	0
	Remote e-voting	60 611 274	13629821	22.49	13629818	8	100	0
Public - Others	Poll (Electronically)		1509171	2.49	1509171	0	100	0
	Total	60611224	15138992	24.98	15138989	3	100	0
Grand Total	le	167601735	103171645	61.56	103171642	3	100.00	0.00

Resolution required Ordinary Resolution

votes polled 7=(5/2)\*100 % of votes against on 100.00 100 100 100 100 100 % of votes in favour on votes 100 6=(4/2)\*100 polled 0 0 340 0 0 0 340 No. of votes against 10 103169805 52804973 52804973 35227680 1509171 35227680 13627981 No. of votes in favour 4 100 100 65.01 65.01 22.48 2.49 24.97 polled on outstanding shares 3=(2/1)\*100 % of votes 15137492 103170145 52804973 52804973 35227680 35227680 1509171 13628321 No. of votes polled 2 Whether Promoter/ Promoter Group Interested in the agenda/ resolution: Yes No. of shares held 60611224 167601735 52,804,973 54,185,538 60,611,224 52804973 54185538 -Total Total Total Mode of Voting Poll (Electronically) Poll (Electronically) Poll (Electronically) Remote e-voting Remote e-voting Remote e-voting Grand Total Promoter and Promoter Group Public - Institutional holders Category Public - Others



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tesolution No. 4: To ratify the remuneration of Cost Auditor for the financial year 2018-19

Resolution required Ordinary Resolution Whether Promoter/ Promoter Group interested in the agenda/ resolution: No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled an outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
the light on the second of	North State of the local division of the loc	1	2	3=(2/1)=100	4	5	6=(4/2)*100	7=(5/2)*100
	Remote e-voting	er and Ars	52804973	1001	52804973	0	100	0
Promoter and Promoter Group Poli (Electronically)	Poll (Electronically)	27,2,400,20	0	0	0	0	0	0
	Total	52804973	52804973	100	52804973	0	100	0
	Remote e-voting	e 4 4 95 630	35227680	65.01	35227680	0	100	0
Public - Institutional holders	Poll (Electronically)	DEC'COT'HC	0	0	0	0	0	0
	Total	54185538	35227680	65,01	35227680	0	100	0
	Remote e-voting	60 611 374	13628321	22.48	13627970	351	100	0
Public - Others	Poll (Electronically)	+77'TTO'00	1509171	2,49	1509171	0	100	0
Contract Name and And	Total	60611224	15137492	24.97	15137141	351	100	0
Grand Total	otal	167601735	103170145	61.56	103169794	351	100.00	0.00

esolution No. 5: To re-appoint Mr. Anand Sudarshan as an Independent Director of the Company.

Whether Promoter/ Promoter Group interested in the agenda/ resolution. No Resolution required : Special Resolution

Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
and the second se		1	2	3=(2/1)*100	4	5	6=(4/2)*100	7=(5/2)*100
	Remote e-voting	CT.0 100 C3	52804973	100	52804973	0	100	0
Promoter and Promoter Group	-	CIE'+00'70	0	0	0	0	0	0
	Total	52804973	52804973	100	52804973	0	100	0
	Remote e-voting	CA 101 530	35227680	65.01	34729017	498663	98.58	1.42
Public - Institutional holders	Poli (Electronically)	OCC'COT'HC	0	0	0	0	0	0
	Total	54185538	35227680	65.01	34729017	498663	98.58	1.42
	Remote e-voting	ACC 11203	13628251	22.48	13627900	351	100	0
Public - Others	Poli (Electronically)	+77'TTO'00	1509171	2.49	1509171	0	100	0
	Total	60611224	15137422	24.97	15137071	351	100	0
Grand Total	otal	167601735	103170075	61.56	102671061	499014	1 99.52	0.48



Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
	A DESCRIPTION OF THE PARTY OF T	1	2	3=(2/1)*100	4	5	6=(4/2)*100	7=(5/2)*100
	Remote e-voting		52804973	1001	52804973	0	100	0
Promoter and Promoter Group	Poli (Electronically)	27/2/202/25	0	0	0	0	0	
	Total	52804973	52804973	100	52804973	0	100	0
	Remote e-voting		35227680	65.01	35212887	14793	99.96	0.04
Public - Institutional holders	Poll (Electronically)	94,185,238	0	0	0	0	0	
	Total	54185538	35227680	65.01	35212887	14793	99.96	0.04
	Remote e-voting	and see on	13628321	22.48	13627123	1198	66.66	10.0
Public - Others	Poll (Electronically)	60,611,224	1509171	2.49	1219021	0	100	)
	Total	60611224	15137492	24.97	15136294	1198	66'66	0.01
Grand Total		167601735	103170145	61.56	103154154	15691	99.98	0.02

Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
A DUNE IN THE R. P. L. P		1	2	3=(2/1)*100	4	5	6=(4/2)*100	7=(5/2)*100
	Remote e-voting	ET 004 073	52804973	100	52804973	0	100	0
Promoter and Promoter Group Poll (Electronically)	Poll (Electronically)	C/2"+00"70	0	0	0	0	0	0
	Total	52804973	52804973	100	52804973	0	100	0
	Remote e-voting	CA 10C C30	35227680	65.01	35227680	0	100	0
Public - Institutional holders	Poll (Electronically)	00001/20	0	0	0	0	0	0
	Total	54185538	35227680	65.01	35227680	0	100	0
	Remote e-voting	ALC 1+3 03	13628251	22.48	13627340	116	66'66	10.01
Public - Others	Poll (Electronically)	+77'TY0'00	1509171	2.49	1509171	0	100	0
	Total	60611224	15137422	24.97	15136511	911	99,99	0.01
Grand Total	otal	167601735	103170075	61.56	103169164	911	100.00	000

Whether Promoter/ Promoter Group Interested in the agenda/ resolution. No

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Resolution No. 8: To appoint Mr. Ashish Kashyap as an Indepi Resolution required : Ordinary Resolution Whether Promoter/ Promoter Group interested in the agenc	

Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polied on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
		1	2	3=(2/1)*100	4	5	6=(4/2)*100	7=(5/2)*100
	Remote e-voting		52804973	1001	52804973	0	100	D
Promoter and Promoter Group	Poll (Electronically)	- 22,804,973	0	0	0	0	0	0
	Total	52804973	52804973	100	52804973	0	100	0
	Remote e-votine	a summer of	35227680	65.01	35227680	0	100	
Public - Institutional holders	Poli (Electronically)	- 24,185,538	0	0	0	0	0	0
	Total	54185538	35227680	65.01	35227680	0	100	0
	Remote e-voting		13628239	22.48	13627331	908	66.99	0:01
Public - Others	Poll (Electronically)	477'119'09	1509171	2.49	1509171	0	100	9
	Total	60611224	15137410	24.97	15136502	908	66.66	0.01
Grand Total	tai	167601735	103170063	61.56	103169155	908	100.00	0.00

Resolution required : Special Resolution Whether Promoter/ Promoter Group interested in the agenda/ resolution: Yes

Category	Mode of Voting	No. of shares held	No. of vates polled	% of votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
		1	2	3=(2/1)*100	4	5	6=(4/2)*100	7=(5/2)+100
	Remote e-voting		52804973	100	52804973	0	100	0
Promoter and Promoter Group		27,804,373	0	0	0	0	0	0
	Total	52804973	52804973	100	52804973	0	100	0
	Remote e-voting	F.4.40F. F.30	35227680	65.01	31765659	3452021	90.17	9.83
Public - Institutional holders	Poll (Electronically)	0000'001'50	0	0	0	0	0	0
	Total	54185538	35227680	65.01	31765659	3462021	60.17	9.83
	Remote e-voting	CD C11 374	13628004	22.48	13604209	23795	99,83	0.17
Public - Others	Poll (Electronically)	477 <sup>1</sup> TTO'00	1509171	2,49	1509171	0	100	0
	Total	60611224	15137175	24.97	15113380	23795	99.84	0.16
Grand Total	tal	167601735	103169878	61 56	99684012	3485816	96.67	38.5

